

COMPANY NUMBER: 2948671

THE COMPANIES ACT 1985
COMPANY LIMITED BY SHARES
RESOLUTIONS

OF

MURRAY LAWRENCE (UNDERWRITING AGENTS) LIMITED

Passed this 18th day of December 1996

At an EXTRAORDINARY GENERAL MEETING of the above named company, duly convened and held on the 18th day of December 1996 the following resolutions were duly passed:-

ORDINARY RESOLUTION

THAT the authorised share capital be and is hereby increased from £250,000 to £400,000 by the creation of 150,000 additional Ordinary shares of £1 each, ranking in all respects pari passu to the existing Ordinary shares of £1 each.

ORDINARY RESOLUTION

THAT the directors be and are hereby unconditionally authorised for the purposes of Section 80 of the Companies Act 1985, to exercise any power of the company to allot and grant rights to subscribe for or to convert securities into shares of the company up to the amount of the authorised capital of the company at the date hereof (being £150,000) provided that the authority hereby given shall expire on 17 December 2001 unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the company before the expiry of this authority.

SPECIAL RESOLUTION

THAT the directors shall have the power to exercise the authority conferred upon them to allot shares up to the amount of the authorised capital of the company as if Section 89(1) of the Companies Act 1985 did not apply to the allotment, such allotment(s) to be made within 5 years from the date of this resolution.

For and on behalf of Murray Lawrence Holdings Limited
(Sole member of the company)


G Walsh, Company Secretary

